Robert C. LePome, Esq. 330 S. Third St. #1100B Las Vegas, NV 89101 (702) 385-5509 Nevada Bar #1980 Attorney for Interested Parties E-Filed June 15, 2006

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA

In re:) BK-S-06-10725-LBR) Chapter 11
USA COMMERCIAL MORTGAGE COMPANY	•
Debtor	<u>)</u>
In re:) BK-S-06-10726-LBR
) Chapter 11
USA CAPITAL REALTY ADVISORS, LLC,)
Debtor	<u>)</u>
In re:) BK-S-06-10727-LBR
) Chapter 11
USA CAPITAL DIVERSIFIED TRUST DEED)
FUND, LLC,)
Debtor	<u>)</u>
In re:) BK-S-06-10728-LBR
) Chapter 11
USA CAPITAL FIRST TRUST DEED FUND,)
LLC,)
Debtor	<u>)</u>
In re:) BK-S-06-10729-LBR
) Chapter 11
USA SECURITIES, LLC,)
Debtor	<u>)</u>
Affects:)
All Debtors)
USA Commercial Mortgage Co.)
□ USA Securities, LLC)
 USA Capital Realty Advisors, LLC) DATE: 6-21-06
□ USA Capital Diversified Trust Deed) TIME: 9:30 AM
□ USA First Trust Deed Fund, LLC	<u>)</u>

OPPOSITION TO DEBTORS' MOTION FOR ORDER APPROVING AGREEMENT WITH INVESTMENT PARTNERS (AFFECTS ALL DEBTORS)